

**MINUTES OF THE  
CLINTON GRANT FACILITATION CORPORATION  
ANNUAL MEETING  
MONDAY, SEPTEMBER 22, 2025**

The meeting was called to order by Trent Trahan, Chairman, at 1:25 p.m. at the office of the Clinton Grant Facilitation Corporation (CGFC), 137 Margaret Street, Suite 208, Plattsburgh, New York 12901.

MEMBERS PRESENT: Trent Trahan, Chairperson  
David Hoover, Vice Chairperson  
Keith Defayette, Treasurer and Chief Financial Officer (Outgoing)  
John VanNatten, Member  
Christine Peters, Member (Incoming)

MEMBERS ABSENT: Mark Leta, Assistant Secretary  
Michael Zurlo, Secretary  
Joey Trombley, Member

STAFF PRESENT: Molly Ryan, Executive Director  
Toni Moffat, Executive Assistant  
Dorothy Brunell, Administrative Assistant  
Christopher Canada, Esq., Agency Counsel

T. Trahan stated there was a *quorum* present.

T. Trahan waived the reading of the notice of the meeting published in the *Press Republican* on December 13, 2024.

**Approval of the Minutes of the March 24, 2025 Meeting**

T. Trahan asked if there were any questions regarding the draft minutes of the March 24, 2025 meeting of the Clinton Grant Facilitation Corporation (CGFC). There were none.

On a motion by J. VanNatten, and seconded by D. Hoover, it was unanimously carried to approve the minutes of the March 24, 2025 meeting of the CGFC.

**Public Comment**

There was no public comment.

**Reports**

There were no reports.

**Old Business**

**Administrative Matters Resolution**

C. Canada advised that the changes to the CGFC board membership are reflected in Schedule A of the Administrative Matters Resolution.

The following resolution was offered by D. Hoover, seconded by K. Defayette, to wit:

Resolution No. 09-25-04

RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE MATTERS OF THE CORPORATION.

WHEREAS, Clinton Grant Facilitation Corporation (the “Corporation”) is authorized and empowered by the provisions of 402 and Section 1411 of the Not-For-Profit Corporation Law of the State of New York (the “NFPCL”) to promote community and economic development and the creation of jobs for the citizens of Clinton County, New York (the “County”) by, among other things, facilitating the economic development of the County and the adjoining counties of Essex and Franklin (collectively, the “Grant Area”) through the receipt and administration of gifts, grants, loans, or contributions relating to any portion of the Grant Area from, and enter into contracts or other transactions with, the United States and the State of New York or any agency of either of them, any municipality, any public or private corporation or any other legal entity; and

WHEREAS, the NFPCL and the Corporation’s certificate of incorporation allow the Corporation to make certain appointments and approve certain administrative matters; and

WHEREAS, the Directors of the Corporation desire to make certain appointments and approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CLINTON GRANT FACILITATION CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby takes the following actions:

(A) Approves the appointments and the administrative matters described in Schedule A attached hereto.

(B) Approves and confirms the policies described in Schedule A attached hereto.

Section 2. The Corporation hereby authorizes the Chairperson, Vice Chairperson and the Executive Director of the Corporation to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

Trent Trahan	VOTING	Yes
David Hoover	VOTING	Yes
Michael E. Zurlo	VOTING	Excused
Keith Defayette	VOTING	Yes
Mark Leta	VOTING	Excused
John VanNatten	VOTING	Yes
Joey Trombley	VOTING	Excused

The resolution was thereupon declared duly adopted.

## SCHEDULE A

### Members of the Board of Directors:

Trent Trahan  
David Hoover  
Michael E. Zurlo  
Joey Trombley  
Mark Leta  
John VanNatten  
Christine Peters

### Officers of the Board of Directors:

Trent Trahan	Chairperson
David Hoover	Vice Chairperson
Michael E. Zurlo	Secretary
Mark Leta	Assistant Secretary/Treasurer
Joey Trombley	Treasurer

### Determination of Regular Corporation Meeting Schedule:

As necessary

### Appointment of Executive Director and Staff to the Corporation:

Molly Ryan – Executive Director

### Appointment of Corporation Counsel:

Hodgson Russ LLP

### Appointment of the Bank of the Corporation and Accounts:

N/A

### Appointments to Governance Committee

Michael E. Zurlo – Chairperson  
John VanNatten – Vice Chairperson  
David Hoover – Member

### Appointments to Audit Committee

Joey Trombley – Chairperson  
Mark Leta – Vice Chairperson  
Trent Trahan – Member  
David Hoover – Member  
John VanNatten – Member

Appointments to Finance Committee

Joey Trombley – Chairperson  
Christine Peters – Vice Chairperson  
Trent Trahan – Member

Approval and Confirmation of Corporation Policies:

Attendance Policy  
Bylaws  
Code of Ethics  
Compensation Policy  
Defense and Indemnification of Board Members Policy  
Internal Control Procedure Policy  
Investment Policy  
Loan and Credit Policy (Prohibiting Extension of Credit to Board Members/Staff)  
Organizational Chart  
Procurement Policy  
Real Property Acquisition Policy  
Real Property Disposition Policy  
Travel Policy

Approval of Agreements of the Corporation:

Majority of the full board of the Corporation

Appointment of Contract Officer:

Molly Ryan – Executive Director

Appointment of Investment Officer:

Joey Trombley

Approval of Corporation Fee Schedule:

As adopted by the Corporation August 16, 2021.

**Board Evaluations**

T. Trahan asked the members to please complete the CGFC Board Evaluation and return it to staff.

**New Business**

There was no new business.

There being no further business to discuss, on a motion by C. Peters, and seconded by J. VanNatten, the meeting adjourned at 1:28 p.m.

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Trent Trahan

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John VanNatten

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David Hoover

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Christine Peters